

CLEARY GOTTLIEB STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
Telephone: (212) 225-2000
Facsimile: (212) 225-3999
Sean A. O'Neal

Attorneys for Valeo, Inc. and certain of its affiliates

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

	X
In re	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i> , f/k/a General Motors Corp., <i>et al.</i>	:
Debtors.	:
	X

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION OF VALEO, INC.
AND CERTAIN OF ITS AFFILIATES TO DEBTORS' PROPOSED CURE COSTS**

Valeo, Inc., on behalf of itself and certain of its affiliates (collectively, “Valeo”), by and through its undersigned counsel, hereby withdraws, without prejudice, the Limited Objection Of Valeo, Inc. And Its Affiliates To Debtors’ Proposed Cure Costs, filed on June 15, 2009 (Docket No. 1262), in reliance upon, *inter alia*, Valeo’s entry into an agreement with General Motors Company, dated October 28, 2009, setting forth agreed upon cure amounts due to Valeo pursuant to Section 365 of the Bankruptcy Code and the payment of such cure amounts as set forth in such agreement. Valeo reserves all rights in the event the agreed-upon cure amounts are not promptly paid when due.

Dated: New York, New York
November 2, 2009

Respectfully submitted,

CLEARY GOTTLIEB STEEN & HAMILTON LLP

By: /s/ Sean A. O'Neal
Sean A. O'Neal
Member of the Firm
One Liberty Plaza
New York, New York 10006
Telephone: (212) 225-2000
Facsimile: (212) 225-3999

*Attorneys for Valeo, Inc. and certain of its
affiliates*